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13 **UNITED STATES DISTRICT COURT**  
14 **NORTHERN DISTRICT OF CALIFORNIA**  
15 **SAN FRANCISCO DIVISION**

16 IN RE OKTA, INC. SECURITIES  
17 LITIGATION

CASE NO. 3:22-cv-02990-SI

**[PROPOSED] ORDER APPROVING PLAN  
OF ALLOCATION**

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20 THIS MATTER having come before the Court for a hearing on November 8, 2024, on  
21 the motion of Nebraska Investment Council and North Carolina Retirement Systems, on behalf  
22 of themselves and the other members of the certified Class, for final approval of the proposed  
23 Settlement of the Action and approval of the proposed Plan of Allocation for the proceeds of  
24 the Settlement; the Court having considered all papers filed and proceedings had herein and  
25 otherwise being fully informed;

26 NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:  
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1       1. This Order incorporates by reference the definitions in the Stipulation and  
2 Agreement of Settlement, dated May 28, 2024 (the “Stipulation”), and all capitalized terms not  
3 otherwise defined herein shall have the same meanings as set forth in the Stipulation.

4       2. Pursuant to and in accordance with Rule 23 of the Federal Rules of Civil  
5 Procedure, this Court finds and concludes that due and adequate notice was directed to Persons  
6 who are Class Members who could be identified with reasonable effort, advising them of the  
7 proposed Plan of Allocation and of their right to object thereto, and a full and fair opportunity  
8 was accorded to Persons who are Class Members to be heard with respect to the Plan of  
9 Allocation.

10      3. There were no objections to the Plan of Allocation.

11      4. The Court finds and concludes that the Plan of Allocation for the calculation of  
12 the claims of Claimants that is set forth in the Notice of Pendency of Class Action, Proposed  
13 Settlement, and Motion for Attorneys’ Fees and Expenses (the “Notice”) disseminated to Class  
14 Members, provides a fair and reasonable basis upon which to allocate the Net Settlement Fund  
15 among Class Members.

16      5. The Court finds and concludes that the Plan of Allocation, as set forth in the  
17 Notice, is fair, reasonable, and adequate and the Court approves the Plan of Allocation.

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20      SO ORDERED this 19th day of November 2024.

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24      THE HONORABLE SUSAN ILLSTON  
25      UNITED STATES DISTRICT JUDGE  
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